

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <https://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant CLYDE GROUP, LLC 1411 K Street NW, 3rd Floor, Washington, DC 20005		2. Registration No. TBD 6631
3. Name of Foreign Principal Government of Scotland in North America	4. Principal Address of Foreign Principal British Embassy, 3100 Massachusetts Ave NW, Washington, DC 20008	
5. Indicate whether your foreign principal is one of the following:		
<input checked="" type="checkbox"/> Government of a foreign country ¹ <input type="checkbox"/> Foreign political party <input type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <input type="checkbox"/> Partnership <input type="checkbox"/> Committee <input type="checkbox"/> Corporation <input type="checkbox"/> Voluntary group <input type="checkbox"/> Association <input type="checkbox"/> Other (specify) _____ <input type="checkbox"/> Individual-State nationality _____		
6. If the foreign principal is a foreign government, state:		
a) Branch or agency represented by the registrant Government of Scotland in North America		
b) Name and title of official with whom registrant deals Joni Smith, Counsellor		
7. If the foreign principal is a foreign political party, state:		
a) Principal address N/A		
b) Name and title of official with whom registrant deals		
c) Principal aim		

¹ "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

N/A

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

N/A

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
January 28, 2019	Aubrey Quinn, Managing Director	/s/ Aubrey Quinn eSigned

U.S. Department of Justice

Washington, DC 20530

Exhibit B to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <https://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

Clyde Group, LLC

2. Registration No.

TBD

0631

3. Name of Foreign Principal

Government of Scotland in North America

Check Appropriate Box:

4. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Please see the attached contract. Registrant will provide public relations services on a pro bono basis to the Principal, for a term to run from January 21, 2019 through June 30, 2019. Registrant will be reimbursed for expenses incurred but will not receive a fee for services. Registrant will provide public relations services to the Principal, including stakeholder mapping (identifying targets for engagement across the United States), research services, and providing action recommendations, as well as crafting localized messaging aligned with the appropriate identified audiences and stakeholders. Registrant will also provide ongoing counsel related to public relations and media relations. It is anticipated that the Registrant may draft or prepare informational materials, which will in turn be provided to the Principal for dissemination to audiences directly by the Principal.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Please see attached contract. Registrant will provide public relations services to the Principal, including stakeholder mapping (identifying targets for engagement across the United States), research services, and providing action recommendations, as well as crafting localized messaging aligned with the appropriate identified audiences and stakeholders. Registrant will also provide ongoing counsel related to public relations and media relations. It is anticipated that the Registrant may draft or prepare informational materials, which will in turn be provided to the Principal for dissemination to audiences directly by the Principal.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Please see attached contract. Registrant will provide public relations services to the Principal, including stakeholder mapping (identifying targets for engagement across the United States), research services, and providing action recommendations, as well as crafting localized messaging aligned with the appropriate identified audiences and stakeholders. Registrant will also provide ongoing counsel related to public relations and media relations, all related to supporting the Government's interests in reaching priority US audiences and raising the influence of Scottish interests in the US. It is anticipated that the Registrant may draft or prepare informational materials, which will in turn be provided to the Principal for dissemination to audiences directly by the Principal.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
January 28, 2019	Aubrey Quinn, Managing Director	/s/ Aubrey Quinn eSigned

Footnote: "Political activity," as defined in Section 1(o) of the Act, means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.



CLYDE GROUP

Memorandum of Understanding & Scope of Work

Between: Clyde Group and The Government of Scotland in North America

Date: January 16, 2019

This outlines the scope of work and agreed activities between Clyde Group and The Government of Scotland in North America (Scottish Government), whereas Clyde Group agrees to deliver public affairs support for the Scottish Government on an in-kind pro-bono basis.

Introduction

The Scottish Government has recognized a need to be more vocal and present internationally - speaking up and having a more direct role in global issues. The timing is ideal. As a progressive government voice, Scotland can chart a distinct path and position themselves as a core leader in the international community across business innovation, climate, social policies and more.

The Government of Scotland in North America is in a unique position. With the confluence of the Trump Presidency, a conflicted Congress, upcoming midterm elections, Brexit at home, and an array of local political and business opportunities, the timing is ideal to re-engage with diverse stakeholders and deliver Scotland's message to American audiences.

Primary Goal

Design and support the execution of an engagement platform that enables the Government of Scotland to reach priority U.S. audiences and raise the share of voice and influence of Scottish interests in the United States.

Clyde Group's Services

With both the government's strategic outcomes and the Scotland Is Now campaign in mind, we have developed the below service offer, which will best set up the Scottish Government for ongoing and long term engagement.

Stakeholder Mapping (2019/2020 Engagement)

Clyde Group will undertake a stakeholder mapping project in support of the Scottish Government, with a focus on identifying the right targets for engagement across the United States - most notably across the national and local political verticals, as well as key influencers in

business and innovation Deliverables will include:

- Lead a stakeholder mapping brainstorm with the Scottish Affairs Office team and any additional internal / Embassy stakeholders
- Share a read-out from this session
- Bring forward an extensive research project to identify and map government, political and innovation oriented stakeholders (groups and individuals) across the U.S
- Produce a research report outlining key stakeholders, mapping an engagement framework for the next year to two years built around the core engagement themes - energy/climate change initiatives, Fairer Scotland and Innovation
- Present our research and core action recommendations to the Scottish Government

Localised Messaging

We understand the government team is working on more thorough messaging and proof points to support the the government's strategic outcomes and the Scotland Is Now campaign, as well as the existing North American engagement plan that was previously approved centrally. To bolster these efforts, we will:

- Craft localised messaging aligned with the above stakeholder mapping exercise and existing campaign language to reach key audiences across the United States

Ongoing Counsel

We will provide ongoing counsel and recommendations, as requested, for engagement and media opportunities during key moments, such as ministerial visits, Scottish Government announcements relevant to the U.S. and during events run by the Scottish Government in the U.S.

In-Kind Agreement

This work will be completed on an in-kind and pro bono basis in lieu of any direct payment. The Scottish Government however grants permission for Clyde Group to:

- Use the Government of Scotland logo on the Clyde Group website - listing the Scottish Government as a client
- Acknowledge our work together through case studies, references and inclusion in proposals

Any out-of-pocket expenses would be the responsibility of the Scottish Government. Clyde Group will receive prior written approval for any out-of-pocket expenses we may incur as a result of the services. The Scottish Government agrees to reimburse Clyde Group for all approved expenses. We require the government to prepay for any approved expenses over \$1,000 before it is incurred.



Timeframe

This scope of work would begin January 21, 2019 and conclude June 30, 2019

Signed

x 

Aubrey Quinn
Managing Director
Clyde Group

x 

Joni Smith
Counsellor
Scottish Government, North America

Date: 1/24/19

Date: 01/22/19

